

GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

February 24, 2006

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

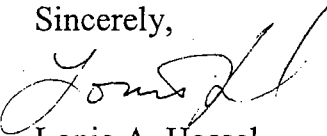
Re: Statement for Professional Services Rendered During
the Period Ending January 31, 2006

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from January 1, 2006 through January 31, 2006. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$27,666.56) and 100% of the expenses (\$273.85) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Ave., N.W. • Washington, D.C. 20006-5811
202-857-0620 • Fax: 202-659-4503 • www.groom.com

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006-5811

FEI #52-1219029

February 13, 2006

Bill Number 10029062

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

Professional services rendered for the period ending January 31, 2006.

DEBTOR REPRESENTATION	\$ 37,228.00	
Less 10 Percent	\$ -3,722.80	
BANKRUPTCY ADMINISTRATION	\$ 415.00	
Less 10 Percent	\$ -41.50	
Total Fees		\$ 33,878.70
DEBTOR REPRESENTATION	\$ 273.85	
Total Disbursements		<u>\$ 273.85</u>
Total		<u>\$ 34,152.55</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

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1701 Pennsylvania Avenue, N.W.

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Washington, D.C. 20006

FEI #52-1219029

February 13, 2006

Bill Number 10029062

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through January 31, 2006

01/04/06	AMC	Research regarding contribution filings in bankruptcy.	0.50 Hrs
01/05/06	LAH	Telephone call from R. Landy (PBGC) regarding plan information request.	0.10 Hrs
01/06/06	LAH	Telephone calls to and from F. Kuplicki regarding PBGC request, IF interviews.	0.50 Hrs
01/09/06	LAH	Review materials regarding Form 200 filing.	0.30 Hrs
01/09/06	LAH	Telephone call with K. Cobb et al. regarding Form 200 filing.	0.30 Hrs
01/09/06	LAH	Review and revise Q&A regarding plan contributions.	1.00 Hrs
01/09/06	LAH	Telephone calls with F. Kuplicki regarding plan contributions.	1.00 Hrs
01/09/06	LAH	Review and revise Q&A regarding pension plans.	1.00 Hrs
01/09/06	TSG	Review and revise Q&A regarding contributions.	0.40 Hrs
01/10/06	TSG	Conference with LAH regarding quarterly contribution issue.	0.50 Hrs
01/10/06	LAH	Research regarding plan contribution issue.	1.50 Hrs
01/10/06	LAH	Telephone calls with K. Cobb regarding Form 200.	0.20 Hrs
01/10/06	LAH	Research regarding Form 200 requirements.	0.50 Hrs
01/10/06	LAH	Telephone calls with F. Kuplicki regarding plan contribution.	0.30 Hrs
01/10/06	LAH	Review and revise IF contract.	1.00 Hrs
01/10/06	RKM	Discuss IF agreement with LAH.	0.30 Hrs
01/10/06	RKM	Review and comment on IF agreement.	1.70 Hrs
01/11/06	GMF	Review contribution issue.	0.10 Hrs
01/11/06	LAH	Research regarding and revise IF contract.	2.00 Hrs
01/11/06	LAH	Review and revise outline regarding contributions.	0.30 Hrs
01/11/06	LAH	Telephone call with actuary, client, TSG regarding plan contributions.	0.50 Hrs
01/11/06	LAH	Review information for Form 200 filing.	0.20 Hrs
01/11/06	LAH	Telephone calls with F. Kuplicki regarding contribution issues, IF contract.	0.20 Hrs
01/11/06	LAH	Research regarding quarterly contribution issue.	0.70 Hrs
01/11/06	TSG	Multiple telephone calls with client and actuary regarding contribution issue.	1.00 Hrs
01/11/06	TSG	Analyze quarterly contributions issue.	2.00 Hrs
01/11/06	RKM	Follow-up issues to IF agreement.	0.20 Hrs
01/11/06	RJU	Review and comment on independent fiduciary agreement.	1.00 Hrs
01/11/06	RJU	Conference with LAH regarding independent fiduciary issues.	0.50 Hrs

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DELPHI CORPORATION

01/11/06	DEC	Obtain necessary form 200 SEC filings.	2.00 Hrs
01/12/06	TSG	Analyze Quarterly Contribution issue.	1.50 Hrs
01/12/06	LAH	Labor strategy meeting.	1.50 Hrs
01/12/06	LAH	Review and revise IF contract.	0.50 Hrs
01/12/06	LAH	Telephone calls with F. Kuplicki regarding IF contract.	0.50 Hrs
01/12/06	LAH	Review communications regarding pension contribution.	0.50 Hrs
01/12/06	LAH	Arrange for collection of documents on CD-ROM.	0.30 Hrs
01/12/06	RJU	Conference with LAH re: indemnification clause in agreement.	0.30 Hrs
01/12/06	DEC	Update Form 200 filings CD content.	0.30 Hrs
01/13/06	LAH	Telephone calls with K. Cobb regarding Form 200.	0.30 Hrs
01/13/06	LAH	Review materials for CD-ROM.	0.50 Hrs
01/13/06	DEC	Update and revise form 200 filings CD content.	1.30 Hrs
01/17/06	LAH	E-mails from and to F. Kuplicki regarding QDROs.	0.20 Hrs
01/17/06	LAH	E-mails from and to K. Cobb regarding Form 200.	0.10 Hrs
01/17/06	LAH	Review completed Forms 200.	0.20 Hrs
01/18/06	LAH	E-mails from and to K. Cobb regarding Form 200.	0.10 Hrs
01/19/06	LAH	Draft cover letters to PBGC and K. Cobb regarding Forms 200.	0.30 Hrs
01/19/06	LAH	Review final package and arrange for filing Forms 200.	0.20 Hrs
01/19/06	LAH	Telephone calls from and to F. Kuplicki regarding preemption issue.	0.10 Hrs
01/19/06	LAH	Research regarding preemption issue.	0.90 Hrs
01/19/06	CLK	Respond to question from LAH regarding SB-51 law in Texas.	0.30 Hrs
01/19/06	DEC	Prepare and file Form 200 with PBGC.	1.30 Hrs
01/20/06	LAH	Telephone call with F. Kuplicki regarding preemption issue.	0.10 Hrs
01/20/06	LAH	E-mails from and to F. Kuplicki regarding plan liability issue.	0.30 Hrs
01/23/06	LAH	Telephone call with F. Kuplicki regarding contribution issue.	0.10 Hrs
01/23/06	LAH	Telephone call from OMM regarding 1113/1114 declarations.	0.10 Hrs
01/23/06	LAH	Research regarding DB contribution issue.	0.50 Hrs
01/24/06	LAH	Attend labor strategy meeting (by conference call).	1.00 Hrs
01/24/06	LAH	Telephone calls with F. Kuplicki regarding reportable event, contribution issue.	0.30 Hrs
01/24/06	LAH	Research regarding plan funding issue.	2.70 Hrs
01/24/06	LAH	Review requirements regarding reportable event filing and facts regarding DMS plan.	0.30 Hrs
01/24/06	BLW	Conversation with LAH regarding status of pension legislation and possible legislative options.	0.30 Hrs
01/24/06	CLK	Speak to F. Kuplicki re: SB-51 law.	0.30 Hrs
01/24/06	RDV	Legal research regarding funding waivers.	1.00 Hrs
01/24/06	RDV	Conferences with and messages to LAH regarding funding waivers.	0.30 Hrs
01/24/06	DEC	Update IRS Private Letter Ruling table.	2.00 Hrs
01/24/06	AMC	Create table of IRS Private Letter Rulings.	2.00 Hrs
01/25/06	LAH	Review and revise chart regarding funding waivers.	3.00 Hrs
01/25/06	DEC	Complete Private Letter Rulings table.	1.80 Hrs
01/26/06	LAH	Review 1113 brief regarding benefits issues.	1.50 Hrs
01/26/06	LAH	Prepare for and conference call with A. Pasricha et al. regarding DB plans.	0.80 Hrs
01/26/06	LAH	Telephone call with F. Kuplicki regarding waiver, notice issues.	0.30 Hrs
01/27/06	LAH	Research regarding contribution issue.	2.50 Hrs
01/27/06	LAH	E-mail and telephone call with F. Kuplicki regarding SPD and DB plan issues.	0.50 Hrs
01/27/06	LAH	Review and revise Form 10.	0.30 Hrs

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01/29/06	LAH	Review and revise 1113/1114 brief.	1.00 Hrs
01/30/06	LAH	Draft actuaries' declaration for 1113/1114 brief.	4.50 Hrs
01/30/06	LAH	Attend labor strategy meeting (conference call).	1.70 Hrs
01/30/06	LAH	Research regarding actuaries' declaration for 1113 brief.	0.50 Hrs
01/30/06	LAH	Telephone call with F. Kuplicki regarding COBRA, plan design issues.	0.30 Hrs
01/30/06	LAH	Research regarding plan design issue.	0.70 Hrs
01/30/06	LAH	Research regarding COBRA issue.	0.30 Hrs
01/31/06	LAH	Research and draft outline regarding single stock funds.	1.80 Hrs
01/31/06	LAH	Draft actuary's declaration regarding health costs for 1113 motion.	2.80 Hrs
01/31/06	LAH	Review and revise COBRA slides.	1.00 Hrs
01/31/06	LAH	Research and draft note to F. Kuplicki regarding ASEC plan issue.	0.50 Hrs
01/31/06	WME	Telephone call with K. Cobb et al regarding freeze and benefit elimination issues.	0.70 Hrs
01/31/06	WME	Review plan documents regarding amendment restrictions.	1.00 Hrs
01/31/06	WME	Review K. Cobb communications regarding amendment restrictions.	0.80 Hrs
01/31/06	WME	Telephone call with K. Cobb regarding amendment restrictions.	0.30 Hrs
01/31/06	JFM	Discuss defined compensation plan materials with LAH.	0.20 Hrs
01/31/06	JFM	Review defined compensation plan materials.	0.30 Hrs
01/31/06	CLK	Review and comment on COBRA powerpoint.	1.00 Hrs
01/31/06	CAT	Review COBRA bankruptcy slides.	0.50 Hrs

\$ 37,228.00

GARY M. FORD - Principal	0.10 Hrs	735/hr	\$ 73.50
THOMAS S. GIGOT - Principal	5.40 Hrs	565/hr	\$ 3,051.00
LONIE A. HASSEL - Principal	47.20 Hrs	565/hr	\$ 26,668.00
WILLIAM M. EVANS - Principal	2.80 Hrs	550/hr	\$ 1,540.00
RICHARD K. MATTA - Principal	2.20 Hrs	550/hr	\$ 1,210.00
ROBERTA J. UFFORD - Principal	1.80 Hrs	550/hr	\$ 990.00
BRIGEN L. WINTERS - Principal	0.30 Hrs	530/hr	\$ 159.00
JOHN F. McGUINNESS - Principal	0.50 Hrs	520/hr	\$ 260.00
CHRISTINE L. KELLER - Principal	1.60 Hrs	495/hr	\$ 792.00
ROBERT D. VALER - Of Counsel	1.30 Hrs	485/hr	\$ 630.50
CHRISTY A. TINNES - Associate	0.50 Hrs	460/hr	\$ 230.00
A. MILLER . COCHRAN - Paralegal	2.50 Hrs	145/hr	\$ 362.50
DANIELLE E. COLLINS - Paralegal	8.70 Hrs	145/hr	\$ 1,261.50

74.90 Hrs

\$ 37,228.00

DISBURSEMENTS

Through January 31, 2006

Duplication Services	\$ 132.15
Outside-Office Telephone	\$ 10.27
Postage	\$ 4.05
Shipping	\$ 102.46
Sprint Telecom	\$ 24.92

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

TOTAL DISBURSEMENTS THIS MATTER

\$ 273.85

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through January 31, 2006

01/17/06	SAH	Review and revise billing statement in conformance with SDNY Bankruptcy Court order.	0.50 Hrs
01/25/06	SAH	Review fee application requirements.	0.50 Hrs

\$ 415.00

SARAH A. HUCK - Associate

1.00 Hrs

415/hr

\$ 415.00

1.00 Hrs

\$ 415.00

TOTAL FEES

\$ 37,643.00

FEES DISCOUNTED UNDER BILLING ARRANGEMENT

\$ - 3,764.30

TOTAL DISBURSEMENTS

\$ 273.85

TOTAL DUE THIS STATEMENT

\$ 34,152.55

PREVIOUS BILLS OUTSTANDING

10027562	11/10/05	5,360.31
10028076	12/09/05	10,497.06
10028570	01/11/06	15,782.94

TOTAL A/R

\$ 31,640.31

TOTAL DUE

\$ 65,792.86

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W.
Washington, DC 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Special Employee Benefits Counsel for Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	Jointly Administered
	:	
-----	x	

**SUMMARY OF PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED BY GROOM LAW GROUP, CHARTERED,
SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE DEBTORS, FOR THE
PERIOD FROM JANUARY 1, 2006 THROUGH JANUARY 31, 2006**

By Order dated November 4, 2005, the Bankruptcy Court authorized the employment and retention of Groom Law Group, Chartered ("Groom") as special employee benefits counsel to Debtors in the above-captioned action. Pursuant to that Order and in accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members in the above-captioned action; Groom hereby provides certain summary information regarding the professional services provided to Debtors by Groom for the period January 1, 2006

including January 31, 2006 (the "Compensation Period"). Additional detailed information regarding the professional services rendered and disbursements incurred is contained in the attached fee statements for the Compensation Period.

BRIEF DESCRIPTION OF PROFESSIONAL SERVICES RENDERED

The following is a summary of the professional services rendered by Groom during the Compensation Period. This summary is organized in accordance with Groom's internal system of project or work codes.

- **0004 – Debtor Representation:** During the Compensation Period, Groom provided Debtors with analysis and advice regarding issues related to Form 200 filing with PBGC, plan contributions, funding waivers, and "COBRA" benefits.
- **0005 – Bankruptcy Administration:** During the Compensation Period, Groom professionals ensured compliance with the Bankruptcy Court's rules, orders and procedures, as well as applicable sections of the Bankruptcy Code and applicable Bankruptcy Rules, in conjunction with its retention as special employee benefits counsel to Debtors.

SERVICES RENDERED BY GROOM LAW GROUP, CHARTERED COMMENCING JANUARY 1, 2006 THROUGH JANUARY 31, 2006

<u>NAME</u>	<u>YEAR OF ADMISSION</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>PARTNERS</u>				
Gary M. Ford	1977	\$735	.10	73.50
Lonie A. Hassel	1980	\$565	47.20	26,668.00
Thomas S. Gigot	1984	\$565	5.40	3,051.00
William M. Evans	1986	\$550	2.80	1,540.00
Richard K. Matta	1982	\$550	2.20	1,210.00
Roberta J. Ufford	1992	\$550	1.80	990.00
John F. McGuiness	1993	\$520	.50	260.00
Brigen L. Winters	1994	\$530	.30	159.00
Christine L. Keller	1996	\$495	1.60	792.00
TOTAL PARTNERS			61.90	\$34,743.50
<u>COUNSEL</u>				
Robert D. Valer	1986	\$485	1.30	630.50

	TOTAL COUNSEL		1.30	\$630.50
ASSOCIATES				
Christy A. Tinnes	1998	\$460	.50	230.00
Sarah A. Huck	2000	\$415	1.00	415.00
TOTAL ASSOCIATES			1.50	\$ 645.00
PARAPROFESSIONALS				
A. Miller Cochran	N/A	\$145	2.50	362.50
Danielle E. Collins	N/A	\$145	8.70	1,261.50
TOTAL PARA- PROFESSIONALS			11.20	\$1,624.00
	TOTAL		75.90	\$37,643.00
TOTAL FEES AFTER 10% DISCOUNT				\$33,878.70
80% OF FEES AFTER DISCOUNT				\$27,102.96

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY
GROOM LAW GROUP, CHARTERED
COMMENCING JANUARY 1, 2006 THROUGH JANUARY 31, 2006

Disbursements	Amount
DUPLICATION	132.15
SHIPPING	102.46
OUTSIDE OFFICE TELEPHONE	10.27
TELEPHONE (SPRINT TELECOM)	24.92
POSTAGE	4.05
TOTAL	\$ 273.85

SUMMARY OF SERVICES BY MATTER CODE
FOR SERVICES RENDERED COMMENCING JANUARY 1, 2006 THROUGH JANUARY
31, 2006

MATTER CODE	DESCRIPTION	HOURS	AMOUNT	AMOUNT LESS 10% DISCOUNT
00004	Debtor Representation	74.90	37,228.00	33,505.20
00005	Bankruptcy Administration	1.00	415.00	373.50
TOTAL		75.90	\$37,643.00	\$33,878.70

Lonie A. Hassel
GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W.
Washington, DC 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Special Employee Benefits Counsel for
Debtors

From: Origin ID: (202)857-0620
Lonie Hassel
GROOM LAW GROUP, CHARTERED
1701 PENNSYLVANIA AVENUE, NW
SUITE 1200
WASHINGTON, DC 20006



CLS012268/14/18

SHIP TO: (000)000-0000

BILL SENDER

David Sherbin
Delphi Corporation
5725 Delphi Drive

Troy, MI 48098

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Account#: S *****

REF: 13580-1 (lah)



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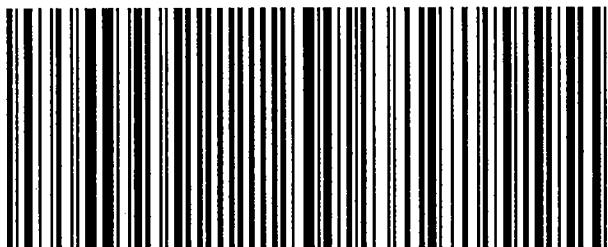
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FORM
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GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

January 27, 2006

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

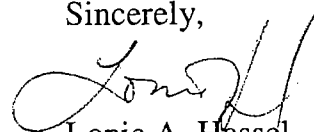
Re: Statement for Professional Services Rendered During
the Period Ending December 31, 2005

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from December 1, 2005 through December 31, 2005. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$11,467.80) and 100% of the expenses (\$1,448.19) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.

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202-857-0620 • Fax: 202-659-4503 • www.groom.com

1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006-5811
FEI #52-1219029

January 11, 2006

Bill Number 10028570
File Number 013580

DELPHI CORPORATION
David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Professional services rendered for the period ending December 31, 2005.

DEBTOR REPRESENTATION	\$ 15,661.50	
Less 10 Percent	\$ -1,566.15	
BANKRUPTCY ADMINISTRATION	\$ 266.00	
Less 10 Percent	\$ -26.60	
Total Fees		\$ 14,334.75
DEBTOR REPRESENTATION	\$ 1,448.19	
Total Disbursements		<u>\$ 1,448.19</u>
Total		<u>\$ 15,782.94</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

January 11, 2006

Bill Number 10028570

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through December 31, 2005

12/01/05	LAH	Review and revise 1113/1114 brief.	1.00 Hrs
12/01/05	LAH	Conference call with client, other advisors regarding benefit claims.	1.20 Hrs
12/01/05	LAH	Telephone calls with Skadden attorneys regarding controlled group issue.	0.30 Hrs
12/01/05	LAH	E-mail to F. Kuplicki regarding controlled group, reportable event issues.	0.30 Hrs
12/01/05	LAH	Research regarding and revise Q&A regarding pension issues.	0.50 Hrs
12/01/05	LAH	Review information regarding benefit claims for conference call.	0.50 Hrs
12/01/05	TSG	Revise Independent Fiduciary memorandum.	0.20 Hrs
12/02/05	LAH	Conference call with A. Pasricha, F. Kuplicki, S. Salrin, S. Dameron Clarke regarding benefits issues.	1.20 Hrs
12/02/05	LAH	Telephone call with and e-mail to S. Toussi regarding information requested by PBGC.	0.30 Hrs
12/02/05	LAH	Analyze issues regarding pension for December 9 telephone call regarding same.	0.70 Hrs
12/05/05	LAH	Research regarding RFP for independent fiduciary.	1.00 Hrs
12/05/05	LAH	Labor strategy group meeting/conference call.	2.00 Hrs
12/06/05	LAH	Draft response to union question regarding benefits.	0.50 Hrs
12/06/05	LAH	Draft e-mail to client regarding pension plan options.	0.50 Hrs
12/06/05	LAH	Telephone call with F. Kuplicki regarding benefit plan issues.	0.30 Hrs
12/06/05	LAH	E-mails from and to T. Jerman regarding Watson Wyatt meeting.	0.10 Hrs
12/06/05	LAH	Research regarding funding waiver issues.	0.50 Hrs
12/07/05	LAH	Review plan amendments.	0.20 Hrs
12/08/05	LAH	E-mail to K. Cobb regarding plan amendments.	0.20 Hrs
12/08/05	LAH	Telephone call with F. Kuplicki regarding scheduling.	0.10 Hrs
12/09/05	LAH	Telephone call with A. Pasricha, F. Kuplicki et al. regarding benefit issues.	1.00 Hrs
12/13/05	LAH	Review and revise 1113 brief.	2.50 Hrs
12/13/05	LAH	Telephone call with client, advisors regarding 1113 brief.	0.50 Hrs
12/13/05	LAH	Telephone call with F. Kuplicki regarding stock funds, 1113 brief.	0.50 Hrs

1701 Pennsylvania Avenue, N.W.
 Suite 1200
 Washington, D.C. 20006
 FEI #52-1219029

DELPHI CORPORATION

12/13/05	LAH	Research regarding stock fund issue.	0.80 Hrs
12/13/05	RJU	Review GMIMC recommendation to Delphi.	0.30 Hrs
12/13/05	RJU	Conference with LAH regarding GMIMC recommendation.	0.40 Hrs
12/14/05	LAH	Review and revise 1113 brief.	4.70 Hrs
12/14/05	LAH	Research regarding stock fund issue.	1.00 Hrs
12/14/05	LAH	Telephone call with F. Kuplicki regarding pension issues.	0.30 Hrs
12/15/05	LAH	Meet with Wyatt, OMM regarding benefits issues.	2.00 Hrs
12/15/05	LAH	Draft e-mails to K. Cobb regarding contribution notice requirements.	0.20 Hrs
12/15/05	LAH	Review and e-mail 1113 brief comments to T. Jerman.	0.20 Hrs
12/15/05	LAH	Research regarding contribution notice requirements.	0.20 Hrs
12/16/05	LAH	Review and revise health benefit outline.	2.00 Hrs
12/19/05	LAH	Telephone call from creditors committee counsel regarding benefit plan information.	0.10 Hrs
12/19/05	LAH	Telephone calls to F. Kuplicki, J. Lyon regarding creditors committee request.	0.10 Hrs
12/19/05	LAH	Telephone call to F. Kuplicki regarding draft 1113 brief.	0.20 Hrs
12/29/05	LAH	Draft response to K. Cobb's question regarding plan amendments.	0.70 Hrs

\$ 15,661.50

THOMAS S. GIGOT - Principal	0.20 Hrs	535/hr	\$ 107.00
LONIE A. HASSEL - Principal	28.40 Hrs	535/hr	\$ 15,194.00
ROBERTA J. UFFORD - Principal	0.70 Hrs	515/hr	\$ 360.50
	<hr/>		<hr/>
	29.30 Hrs		\$ 15,661.50

DISBURSEMENTS
 Through December 31, 2005

Duplication Services	\$ 34.05
Miscellaneous	\$ 30.00
Outside Duplication Services	\$ 124.03
Outside-Office Telephone	\$ 53.47
Research Services	\$ 1,099.40
Shipping	\$ 92.94
Sprint Telecom	\$ 14.30

TOTAL DISBURSEMENTS THIS MATTER

\$ 1,448.19

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through December 31, 2005

12/13/05	SAH	Review and revise bills to comply with order of the bankruptcy court.	0.40 Hrs
12/28/05	SAH	Finalize December billing.	0.30 Hrs

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FEI #52-1219029

DELPHI CORPORATION

\$ 266.00

SARAH A. HUCK - Associate

0.70 Hrs

380/hr

\$ 266.00

0.70 Hrs

\$ 266.00

TOTAL FEES
FEES DISCOUNTED UNDER BILLING ARRANGEMENT
TOTAL DISBURSEMENTS
TOTAL DUE THIS STATEMENT

\$ 15,927.50
\$ - 1,592.75
\$ 1,448.19
\$ 15,782.94

PREVIOUS BILLS OUTSTANDING

10027562
10028076

11/10/05
12/09/05

23,905.41
54,450.16

TOTAL A/R

\$ 78,355.57

TOTAL DUE

\$ 94,138.51

GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

December 28, 2005

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

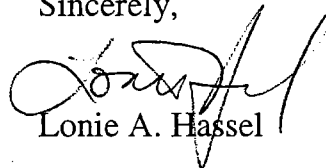
Re: Statement for Professional Services Rendered During
the Period Ending November 30, 2005

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from November 1, 2005 through November 30, 2005. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$41,988.24) and 100% of the expenses (\$2,766.46) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order. Also enclosed is a copy of our new billing rates effective January 1, 2006.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Ave., N.W. • Washington, D.C. 20006-5811
202-857-0620 • Fax: 202-659-4503 • www.groom.com

~~GROOM LAW GROUP, CHARTERED~~

1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006-5811
FEI #52-1219029

December 9, 2005

Bill Number 10028076
File Number 013580

DELPHI CORPORATION
David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Professional services rendered for the period ending November 30, 2005.

DEBTOR REPRESENTATION	\$ 57,434.50	
Less 10 Percent	\$ -5,743.45	
BANKRUPTCY ADMINISTRATION	\$ 882.50	
Less 10 Percent	\$ -88.25	
Total Fees		\$ 52,485.30
DEBTOR REPRESENTATION	\$ 2,759.11	
BANKRUPTCY ADMINISTRATION	\$ 7.35	
Total Disbursements		<u>\$ 2,766.46</u>
Total		<u>\$ 55,251.76</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

COOM LAW GROUP, CHARPTE

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

December 9, 2005

Bill Number 10028076

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through November 30, 2005

11/01/05	LTM	Conversation with CWS re: in-kind payout of stock.	0.20 Hrs
11/01/05	CWS	Analyze issues re: distribution in Delphi stock under Delphi 401(k) plan.	1.00 Hrs
11/01/05	LAH	Review and analyze 9th Circuit case regarding termination issues.	1.50 Hrs
11/01/05	LAH	Research regarding FSA issue.	0.50 Hrs
11/01/05	LAH	Draft e-mail to F. Kuplicki regarding FSA issue.	0.20 Hrs
11/01/05	LAH	Draft response to COBRA questions.	2.00 Hrs
11/01/05	LAH	Telephone calls from and to F. Kuplicki regarding benefit distribution issue.	0.20 Hrs
11/01/05	LAH	Research regarding benefit distribution issue.	0.30 Hrs
11/01/05	AMS	Review in-kind stock distribution issue.	0.50 Hrs
11/01/05	CLK	Draft email to LAH re: FSA question.	0.80 Hrs
11/02/05	CWS	Further analysis of Delphi stock distribution issue and draft email to F. Kuplicki.	2.00 Hrs
11/02/05	CWS	Conference call with F. Kuplicki, K. Cobb, et al, re: distribution issue.	0.70 Hrs
11/02/05	LAH	Research regarding benefit distribution issue.	0.50 Hrs
11/02/05	LAH	Telephone call with F. Kuplicki, K. Cobb, J. DiMarco, CWS, RJU regarding benefit distribution issue.	0.70 Hrs
11/02/05	LAH	Review changes to DIP agreement for ERISA issues.	0.30 Hrs
11/02/05	RJU	Conference call re: issue and potential concerns under ERISA and securities laws.	0.70 Hrs
11/02/05	RJU	Review and reply to LAH email re: in-kind distribution issue.	0.30 Hrs
11/02/05	KWD	Review regulations re: in-kind distributions in the form of employer securities.	1.00 Hrs
11/03/05	LAH	Review 1113/1114 outline.	0.50 Hrs
11/03/05	LAH	Conference call with J. Butler, T. Jerman, other advisors regarding 1113/1114 issues.	2.30 Hrs
11/03/05	LAH	Review draft EBPC report.	0.50 Hrs
11/03/05	RJU	Review memo re: closing of stock fund.	0.20 Hrs
11/03/05	CLK	Review and comment on responses to COBRA questions per LAH's request.	2.00 Hrs
11/04/05	LAH	Draft reportable event filing and arrange for collection of	3.00 Hrs

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DELPHI CORPORATION

		required documents.	
11/04/05	LAH	Research regarding COBRA issues.	1.50 Hrs
11/04/05	LAH	Telephone calls with F. Kuplicki regarding reportable event, PBGC issues.	0.30 Hrs
11/04/05	LAH	Revise memorandum regarding COBRA issues.	0.50 Hrs
11/04/05	CLK	Research re: COBRA issues.	0.70 Hrs
11/05/05	LAH	E-mails from and to T. Jerman regarding work issues.	0.50 Hrs
11/05/05	LAH	Review 1113/1114 documents, draft outline of memorandum.	0.50 Hrs
11/05/05	LAH	Review and revise COBRA memorandum.	0.30 Hrs
11/06/05	MAT	Review and revise LAH draft memorandum re: COBRA.	0.60 Hrs
11/07/05	LAH	Final review and revise reportable event filing.	0.70 Hrs
11/07/05	LAH	Research regarding PBGC termination liability calculation.	1.00 Hrs
11/07/05	LAH	Conference call with F. Kuplicki, T. Jerman, J. Lyons, SAH regarding 1113 issues.	1.70 Hrs
11/07/05	LAH	Review and revise memorandum regarding COBRA issues.	0.80 Hrs
11/07/05	LAH	Research regarding termination issue.	0.50 Hrs
11/07/05	TSG	Conference with LAH regarding PBGC issues.	0.50 Hrs
11/07/05	CLK	Review and revise COBRA memo.	1.00 Hrs
11/07/05	SAH	Conference call with LAH, T. Jerman, et al. re: 1113.	1.70 Hrs
11/08/05	LAH	Review filings regarding retiree committees.	0.30 Hrs
11/08/05	LAH	Assign research regarding PBGC claim.	0.30 Hrs
11/08/05	LAH	Draft memorandum regarding COBRA limit.	0.30 Hrs
11/08/05	CLK	Review COBRA memo.	0.50 Hrs
11/08/05	SAH	Review order and proposed Chapter 11 filings; docket petition dates.	0.60 Hrs
11/08/05	JWK	Conference with LAH regarding contingent pension liabilities.	0.30 Hrs
11/08/05	JWK	Research regarding contingent pension liabilities.	1.10 Hrs
11/09/05	TFF	Review COBRA memo and discuss with LAH.	0.80 Hrs
11/09/05	LAH	Draft memorandum regarding COBRA limits.	3.00 Hrs
11/09/05	LAH	Join telephone call with F. Kuplicki et al. regarding actuarial issues.	0.30 Hrs
11/09/05	LAH	Research regarding COBRA issues.	3.30 Hrs
11/09/05	LAH	Revise memorandum regarding COBRA questions.	0.70 Hrs
11/09/05	TSG	Join client conference call regarding PBGC issues.	1.20 Hrs
11/09/05	LAH	Draft memorandum regarding COBRA issues and COBRA questions.	0.70 Hrs
11/09/05	CLK	Review COBRA memo.	0.50 Hrs
11/10/05	JWB	Conference with LAH re: COBRA memo.	0.40 Hrs
11/10/05	JWB	Review memo on COBRA obligations.	0.40 Hrs
11/10/05	LAH	Telephone calls with F. Kuplicki, K. Cobb regarding plan expense issue.	0.20 Hrs
11/10/05	LAH	Research regarding plan expense issue.	0.30 Hrs
11/10/05	LAH	Research regarding COBRA issues.	3.00 Hrs
11/10/05	LAH	Review and revise memoranda regarding COBRA issues.	3.00 Hrs
11/10/05	MAT	Analyze COBRA issues for LAH.	0.50 Hrs
11/10/05	JEE	Analyze plan expenses issues re: payment of investment manager.	0.20 Hrs
11/10/05	JWK	Research regarding unfunded benefit liabilities.	2.30 Hrs
11/11/05	CWS	Conversation with LAH re: effect of pay cuts on plan formula.	0.30 Hrs
11/11/05	LAH	Research regarding and revise COBRA memorandum.	5.00 Hrs
11/11/05	LAH	Telephone call with K. Cobb regarding waiver issues.	0.10 Hrs
11/11/05	LAH	Research regarding health care tax credit issues.	1.00 Hrs

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11/11/05	LAH	Telephone call with F. Kuplicki regarding meeting issues.	0.50 Hrs
11/11/05	LAH	Review and analyze 1113 materials regarding draft brief.	0.40 Hrs
11/11/05	TSG	Review and revise memorandum regarding COBRA.	1.00 Hrs
11/11/05	CLK	Review COBRA memo re: 12 month bankruptcy issue.	0.30 Hrs
11/11/05	JWK	Conference with LAH regarding contingent pension liabilities.	0.30 Hrs
11/11/05	MT	Research re: proposed COBRA regs.	0.50 Hrs
11/13/05	LAH	Draft argument regarding plan issues for 1113 motion.	2.00 Hrs
11/14/05	LAH	Prepare for labor summit meeting.	3.50 Hrs
11/14/05	LAH	Attend labor summit meeting.	2.50 Hrs
11/14/05	LAH	Meet with F. Kuplicki, other advisors regarding 1113 issues.	3.00 Hrs
11/14/05	SAH	Research re COBRA qualifying events in bankruptcy context.	0.80 Hrs
11/15/05	CLK	Review and comment on COBRA memo.	1.00 Hrs
11/16/05	LAH	Telephone call with J. Sheehan, K. Cobb, S. Dameron-Clark, K. Williams regarding waiver issues.	0.30 Hrs
11/16/05	LAH	Review case regarding plan termination and draft e-mail to F. Kuplicki regarding same.	0.50 Hrs
11/16/05	LAH	E-mail from F. Kuplicki regarding future pension plan issue and draft response to same.	1.00 Hrs
11/17/05	LAH	Review and analyze e-mail from T. Jerman regarding union request for pension information.	0.20 Hrs
11/17/05	LAH	Telephone call with F. Kuplicki regarding union request for liability information, union request regarding new pension plan, other benefit issues.	0.50 Hrs
11/17/05	LAH	Draft e-mail and review and revise note to union regarding allocation of liabilities.	0.50 Hrs
11/17/05	LAH	Draft response to multiemployer plan question.	1.20 Hrs
11/18/05	CWS	Analyze anti-cutback question from K. Cobb.	0.20 Hrs
11/18/05	LAH	Telephone call with F. Kuplicki regarding voluntary compliance program completed for PSP.	0.30 Hrs
11/18/05	LAH	Revise and e-mail memorandum regarding mutlemployer plan issues for response to union question.	0.40 Hrs
11/18/05	LAH	E-mails from and to T. Jerman regarding proposed pension legislation.	0.10 Hrs
11/18/05	LAH	Research regarding proposed pension legislation.	0.20 Hrs
11/18/05	BLW	Emails with LAH re: status of pension funding reforms.	0.30 Hrs
11/21/05	LAH	Participate in labor strategy meeting.	1.50 Hrs
11/21/05	LAH	Telephone call with F. Kuplicki regarding benefit claim issue.	0.20 Hrs
11/21/05	WME	Telephone call with K. Cobb re: lump sum restrictions.	0.50 Hrs
11/21/05	WME	Revise memo re: lump sum restrictions.	1.50 Hrs
11/22/05	CWS	Draft email to WME re: changes to anti-cutback opinion re: lump sums.	0.40 Hrs
11/22/05	LAH	Research regarding benefit claim issue.	0.50 Hrs
11/22/05	LAH	Telephone call with F. Kuplicki regarding 1113 issues, benefit claim issue.	0.70 Hrs
11/22/05	LAH	Research regarding plan design issue.	0.70 Hrs
11/23/05	LAH	Analyze actuarial information for 1113 filing.	0.70 Hrs
11/23/05	LAH	E-mail to T. Jerman regarding use actuarial information in 1113 motion.	0.30 Hrs
11/23/05	LAH	Research regarding plan design issue.	0.20 Hrs
11/27/05	LAH	Review and revise first draft of 1113/1114 brief.	3.00 Hrs
11/28/05	LAH	Draft outline regarding COBRA issues.	2.50 Hrs
11/28/05	LAH	Review filings regarding benefit issues.	0.50 Hrs

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11/28/05	MAT	Review, analyze COBRA issues for LAH.	0.50 Hrs
11/28/05	CLK	Review and comment on COBRA outline.	0.80 Hrs
11/29/05	LAH	Telephone call with F. Kuplicki regarding COBRA, 1113 issues.	0.20 Hrs
11/29/05	TSG	Review and revise brief on § 1113 relief.	1.00 Hrs
11/30/05	LAH	Research regarding independent fiduciary issues.	4.00 Hrs
11/30/05	LAH	Review and revise draft board resolution, bullet points regarding independent fiduciary.	1.00 Hrs
11/30/05	LAH	Labor strategy meeting with K. Butler, B. Sax, F. Kuplicki et al.	2.00 Hrs
11/30/05	LAH	Telephone calls with F. Kuplicki regarding independent fiduciary.	0.30 Hrs
11/30/05	TSG	Review and revise 1113 brief's description of pension issues.	0.50 Hrs
11/30/05	AMS	Review IF appointment issues with LAH.	0.50 Hrs

\$ 57,434.50

LOUIS T. MAZAWAY - Principal	0.20 Hrs	605/hr	\$ 121.00
THOMAS F. FITZGERALD - Principal	0.80 Hrs	585/hr	\$ 468.00
JON W. BREYFOGLE - Principal	0.80 Hrs	570/hr	\$ 456.00
CHARLES W. SHERMAN - Principal	4.60 Hrs	570/hr	\$ 2,622.00
THOMAS S. GIGOT - Principal	4.20 Hrs	535/hr	\$ 2,247.00
LONIE A. HASSEL - Principal	77.70 Hrs	535/hr	\$ 41,569.50
ANDREE . ST.MARTIN - Principal	1.00 Hrs	535/hr	\$ 535.00
WILLIAM M. EVANS - Principal	2.00 Hrs	515/hr	\$ 1,030.00
MICHAEL A. THRASHER - Of Counsel	1.60 Hrs	515/hr	\$ 824.00
ROBERTA J. UFFORD - Principal	1.20 Hrs	515/hr	\$ 618.00
BRIGEN L. WINTERS - Principal	0.30 Hrs	480/hr	\$ 144.00
KENDALL W. DAINES - Of Counsel	1.00 Hrs	470/hr	\$ 470.00
CHRISTINE L. KELLER - Associate	7.60 Hrs	455/hr	\$ 3,458.00
JENNIFER E. ELLER - Associate	0.20 Hrs	445/hr	\$ 89.00
SARAH A. HUCK - Associate	3.10 Hrs	380/hr	\$ 1,178.00
JEFFREY W. KROH - Associate	4.00 Hrs	380/hr	\$ 1,520.00
MARK . THEBY - Paralegal	0.50 Hrs	170/hr	\$ 85.00

110.80 Hrs

\$ 57,434.50

DISBURSEMENTS

Through November 30, 2005

Duplication Services	\$ 778.05
Outside-Office Telephone	\$ 80.15
Postage	\$ 0.83
Research Services	\$ 1,254.07
Shipping	\$ 41.14
Sprint Telecom	\$ 18.12
Travel	\$ 586.75

TOTAL DISBURSEMENTS THIS MATTER

\$ 2,759.11

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Suite 1200
Washington, D.C. 20006
FEI #52-1219029

DELPHI CORPORATION

File Number 013580-00005

Through November 30, 2005

11/15/05	LAH	Review bill for submission pursuant to court order.	0.30 Hrs
11/15/05	SAH	Review and revise bills to conform to retention order.	0.50 Hrs
11/21/05	SAH	Revise billing statements in accordance with interim order.	0.50 Hrs
11/22/05	SAH	Revise billing statements in accordance with Order.	0.70 Hrs
11/28/05	SAH	Finalize invoices and serve on required counsel.	0.20 Hrs

\$ 882.50

LONIE A. HASSEL - Principal	0.30 Hrs	535/hr	\$ 160.50
SARAH A. HUCK - Associate	1.90 Hrs	380/hr	\$ 722.00
	<hr/> 2.20 Hrs		<hr/> \$ 882.50

DISBURSEMENTS

Through November 30, 2005

Duplication Services \$ 7.35

TOTAL DISBURSEMENTS THIS MATTER \$ 7.35

TOTAL FEES	\$ 58,317.00
FEES DISCOUNTED UNDER BILLING ARRANGEMENT	\$ - 5,831.70
TOTAL DISBURSEMENTS	\$ 2,766.46
TOTAL DUE THIS STATEMENT	<hr/> \$ 55,251.76

PREVIOUS BILLS OUTSTANDING

10027562	11/10/05	27,401.01
TOTAL A/R		<hr/> \$ 27,401.01

TOTAL DUE

\$ 82,652.77

Principals

Standard Rates	
Ford	735
Mazawey	665
Saxon	665
Ell	665
Fitzgerald	655
Scallet	655
Sweetnam	655
Groom	635
Gallagher	635
Sherman	635
Breyfogle	635
Lanoff	635
Gigot	565
Hassel	565
Powell	565
St. Martin	565
Lofgren	550
Ufford	550
Evans	550
Matta	550
Winters	530
Prame	520
Rillo	520
McGuiness	520
Dold	495
Keller	495
Levine	495

Non-Principals

Hanrahan	575
Thrasher	540
Anillo	485
Valer	485
Daines	485
Kamen	485
Cole	485
Tinnes	460
Golumbic	460
Goodwin	460
Eller	460
Imholtz	450
Haas	450
Driggs	425
Nielsen	425
Bourgault	415
Huck	415
Kroh	415
Condeluci	355
Cerquitella	335
Meade	285

Other Professionals

Klein	205
Paulson	205
Beckwith	195
Theby	195
Cochran	145
Collins	145

File

GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

November 28, 2005

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

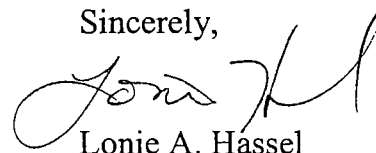
Re: Statement for Professional Services Rendered During
the Period Ending October 31, 2005

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from October 10, 2005 through October 31, 2005. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$21,441.24) and 100% of the expenses (\$599.46) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosure

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.

Groom Law Group, Chartered
1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006-5811
FEI #52-1219029

November 10, 2005

Bill Number 10027562
File Number 013580

DELPHI CORPORATION
David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Professional services rendered for the period ending October 31, 2005.

DEBTOR REPRESENTATION	\$ 25,895.50	
Less 10 Percent	\$ -2,589.55	
BANKRUPTCY ADMINISTRATION	\$ 3,884.00	
Less 10 Percent	\$ -388.40	
Total Fees		\$ 26,801.55
DEBTOR REPRESENTATION	\$ 599.46	
Total Disbursements		<u>\$ 599.46</u>
Total		<u>\$ 27,401.01</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

November 10, 2005

Bill Number 10027562

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through October 31, 2005

10/10/05	LAH	Review and revise 1113/1114 documents.	1.50 Hrs
10/10/05	TSG	Voicemail from and to B. Kaplan regarding PBGC issue.	0.20 Hrs
10/10/05	TSG	Review authorities on PBGC issue for Bryan Kaplan.	0.30 Hrs
10/10/05	LAH	E-mail to T. Jerman regarding 1113/1114 documents.	0.20 Hrs
10/10/05	LAH	E-mails from and to counsel regarding lien issues.	0.50 Hrs
10/10/05	LAH	Research regarding lien issue.	0.50 Hrs
10/10/05	LAH	Telephone call with B. Kaplan regarding lien issue.	0.10 Hrs
10/11/05	LAH	E-mails from and to T. Jerman regarding section 1113/1114 issues.	0.30 Hrs
10/11/05	LAH	Telephone calls from and to F. Kuplicki regarding pension issues.	0.30 Hrs
10/11/05	LAH	Review e-mails from B. Kaplan regarding filing issue.	0.20 Hrs
10/12/05	LAH	Research regarding pension plan design issue.	1.20 Hrs
10/12/05	LAH	Review and revise materials regarding 1113/1114 motion.	1.00 Hrs
10/12/05	LAH	Two telephone calls with F. Kuplicki regarding first day order issue.	0.30 Hrs
10/12/05	LAH	Telephone call with F. Kuplicki, AMS regarding first day order issue.	0.30 Hrs
10/12/05	LAH	Research regarding first day order issue.	1.40 Hrs
10/12/05	AMS	Review employer stock issues.	0.80 Hrs
10/12/05	RJU	Conferences with LAH and AMS re: advice and analysis regarding stock sale issues.	0.50 Hrs
10/13/05	LAH	Participate in telephone call regarding 1113/1114 issues.	2.00 Hrs
10/13/05	LAH	Telephone call with M. Baker et al. regarding PBGC lien issue.	0.30 Hrs
10/13/05	LAH	E-mail from F. Kuplicki regarding plan decisions.	0.20 Hrs
10/14/05	LTM	Analyze Mercer DB proposal decision.	1.00 Hrs
10/14/05	LAH	Conference call with other counsel regarding 1113 issues.	1.50 Hrs
10/14/05	LAH	Research regarding 1113 issue.	1.00 Hrs
10/14/05	LAH	Draft e-mail to F. Kuplicki regarding 1113 issue.	0.50 Hrs
10/14/05	WME	Analyze in-service distribution issues.	2.00 Hrs
10/14/05	ETD	Review employer classification/termination of employment issues.	0.50 Hrs
10/14/05	ETD	Email and attend conference call re: employer classification/termination of employment issues.	0.50 Hrs

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10/16/05	LAH	Telephone calls from and to T. Jerman regarding pension plan issue.	0.20 Hrs
10/16/05	LAH	Research regarding plan distribution issue.	0.30 Hrs
10/17/05	LTM	Conversation with LAH re: separation from service.	0.20 Hrs
10/17/05	LTM	Review slides re: separation from service.	0.30 Hrs
10/17/05	CWS	Review proposed filing with Bankruptcy Court re: changes to union contract.	0.30 Hrs
10/17/05	LAH	Review and revise union proposal regarding pensions.	1.50 Hrs
10/17/05	LAH	Revise slides regarding union proposal.	1.00 Hrs
10/17/05	LAH	Telephone call with F. Kuplicki regarding State Street.	0.30 Hrs
10/17/05	LAH	E-mails from and to B. Sax et al. regarding union proposal.	0.20 Hrs
10/17/05	LAH	Review filings regarding first day orders.	0.20 Hrs
10/17/05	LAH	E-mails from B. Kaplan et al. regarding additional Chapter 11 filings.	0.20 Hrs
10/18/05	GMF	Review questions regarding PBGC meeting.	0.20 Hrs
10/18/05	LAH	Research proposed changes to PBGC's work-out authority.	0.50 Hrs
10/18/05	LAH	Telephone calls with K. Cobb regarding proposed changes to PBGC's workout authority.	0.20 Hrs
10/18/05	LAH	Review and revise cover letters regarding 1113, 1114.	1.00 Hrs
10/18/05	LAH	Review and revise term sheets regarding 1113, 1114.	1.00 Hrs
10/18/05	BLW	Conversations with TSG and LAH re: client question amendments to Senate HELP Committee bill re: Delphi.	0.30 Hrs
10/19/05	GMF	Review LAH e-mails regarding PBGC.	0.10 Hrs
10/19/05	GMF	Review seminar e-mail regarding same.	0.10 Hrs
10/19/05	LAH	E-mail to J. Kastin regarding term sheets.	0.20 Hrs
10/19/05	LAH	E-mail to K. Cobb regarding PBGC premium proposal.	0.20 Hrs
10/19/05	LAH	E-mails from and to F. Kuplicki regarding employer stock issue.	0.20 Hrs
10/20/05	LAH	Research and draft response regarding COBRA, 1114 questions.	0.50 Hrs
10/20/05	LAH	E-mails from and to T. Jerman regarding plan distribution, retiree health issues.	0.50 Hrs
10/20/05	LAH	Telephone call with F. Kuplicki regarding benefit plan options.	0.30 Hrs
10/20/05	LAH	Research regarding plan restructuring options.	1.00 Hrs
10/21/05	GMF	E-mail from LAH regarding 1114 and draft reply to same.	0.20 Hrs
10/21/05	LAH	Telephone call with K. Cobb et al. regarding legislative relief on retiree issue.	0.50 Hrs
10/21/05	BLW	Conversation with LAH re: possible legislative relief proposal re: retiree issue.	0.30 Hrs
10/24/05	LTM	Conference call with clients re: options for DB plan or replacements.	1.00 Hrs
10/24/05	LTM	Conversation with LAH re: possible amendment regarding separation from service.	0.30 Hrs
10/24/05	LTM	Revise possible amendment re: separation from employment.	0.20 Hrs
10/24/05	LAH	Research regarding COBRA issue.	2.00 Hrs
10/24/05	LAH	Research regarding severance of employment issue.	1.00 Hrs
10/24/05	LAH	Telephone calls with K. Cobb regarding severance of employment issue.	0.30 Hrs
10/24/05	LAH	Draft proposed language regarding severance of employment issue.	0.70 Hrs
10/24/05	LAH	Telephone call with F. Kuplicki, LTM et al. regarding defined benefit plan issues.	1.00 Hrs
10/24/05	LAH	Review and revise Q&A regarding benefits.	0.50 Hrs
10/24/05	TSG	Analyze COBRA issue.	0.60 Hrs

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10/24/05	MAT	Analyze COBRA issues.	0.30 Hrs
10/24/05	BLW	Review, analyze and comment on draft legislative proposal re: payments on termination from employment.	0.80 Hrs
10/24/05	AMC	Research re: DOL COBRA brief.	1.00 Hrs
10/25/05	LAH	Research regarding treatment of FSA in bankruptcy.	0.50 Hrs
10/25/05	LAH	Prepare for and telephone call with T. Jerman, Delphi representatives regarding 1113 issues.	1.70 Hrs
10/25/05	LAH	Review and revise Q&A regarding benefits.	0.50 Hrs
10/25/05	AMS	Review FSA issue.	0.30 Hrs
10/26/05	TSG	Review and revise questions and answers regarding benefit plans.	0.20 Hrs
10/26/05	AMS	Review FSA Q&As.	0.10 Hrs
10/26/05	LAH	Review and revise Q&A regarding benefits.	0.70 Hrs
10/26/05	AMC	Review files for brief filed by DOL.	0.50 Hrs
10/27/05	LTM	Phone call from P. Strella re: shares plan.	0.30 Hrs
10/27/05	LAH	Telephone call with F. Kuplicki regarding PBGC, COBRA issues.	0.50 Hrs
10/27/05	LAH	Review DIP response regarding PBGC objections.	0.50 Hrs
10/27/05	MT	Research re: DOL COBRA filing.	0.50 Hrs
10/28/05	LAH	Research regarding COBRA issues.	0.70 Hrs
10/28/05	CLK	Discuss COBRA rules re: bankruptcy with LAH and review COBRA questions.	0.50 Hrs
10/28/05	AMC	Reveiw files for brief by DOL.	0.50 Hrs
10/31/05	LAH	Research regarding COBRA issues.	0.80 Hrs
10/31/05	LAH	Telephone call with F. Kuplicki regarding employer stock, COBRA, DB plan issues.	0.50 Hrs

\$ 25,895.50

GARY M. FORD - Principal	0.60 Hrs	695/hr	\$ 417.00
LOUIS T. MAZAWAY - Principal	3.30 Hrs	605/hr	\$ 1,996.50
CHARLES W. SHERMAN - Principal	0.30 Hrs	570/hr	\$ 171.00
THOMAS S. GIGOT - Principal	1.30 Hrs	535/hr	\$ 695.50
LONIE A. HASSEL - Principal	35.20 Hrs	535/hr	\$ 18,832.00
ANDREE . ST.MARTIN - Principal	1.20 Hrs	535/hr	\$ 642.00
WILLIAM M. EVANS - Principal	2.00 Hrs	515/hr	\$ 1,030.00
MICHAEL A. THRASHER - Of Counsel	0.30 Hrs	515/hr	\$ 154.50
ROBERTA J. UFFORD - Principal	0.50 Hrs	515/hr	\$ 257.50
BRIGEN L. WINTERS - Principal	1.40 Hrs	480/hr	\$ 672.00
ELIZABETH T. DOLD - Principal	1.00 Hrs	455/hr	\$ 455.00
CHRISTINE L. KELLER - Associate	0.50 Hrs	455/hr	\$ 227.50
MARK . THEBY - Paralegal	0.50 Hrs	170/hr	\$ 85.00
A. MILLER . COCHRAN - Paralegal	2.00 Hrs	130/hr	\$ 260.00
	<hr/> 50.10 Hrs		<hr/> \$ 25,895.50

DISBURSEMENTS

Through October 31, 2005

Duplication Services	\$ 586.65
Sprint Telecom	\$ 12.81

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TOTAL DISBURSEMENTS THIS MATTER

\$ 599.46

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through October 31, 2005

10/25/05	LAH	Telephone calls from and to J. Frizzely, T. Matz regarding retention application.	0.30 Hrs
10/26/05	GMF	Telephone call to Assistant U.S. Trustee regarding affidavit.	0.20 Hrs
10/26/05	LAH	Research regarding and draft supplemental affidavit regarding retention.	3.70 Hrs
10/27/05	LAH	Revise supplemental affidavit for retention application.	0.50 Hrs
10/28/05	LAH	Review and revise retention affidavit.	1.00 Hrs
10/31/05	LAH	Final review, revise, and sign supplemental affidavit regarding retention.	1.50 Hrs

\$ 3,884.00

GARY M. FORD - Principal	0.20 Hrs	695/hr	\$ 139.00
LONIE A. HASSEL - Principal	7.00 Hrs	535/hr	\$ 3,745.00
	<hr/> 7.20 Hrs		<hr/> \$ 3,884.00

TOTAL FEES	\$ 30,629.25
FEES DISCOUNTED UNDER BILLING ARRANGEMENT	\$ - 2,977.95
TOTAL DISBURSEMENTS	\$ 599.46
TOTAL DUE THIS STATEMENT	<hr/> \$ 27,401.01

PREVIOUS BILLS OUTSTANDING

TOTAL A/R

\$ 0.00

TOTAL DUE

\$ 27,401.01